AMAZING
FANTASY
STARRING
SPIDER-MAN®
#16
MARVEL COMICS

It all began in AMAZING FANTASY #15, as a teenage boy gained amazing powers and learned a hard lesson about sacrifice and heroism. And it continued in AMAZING SPIDER-MAN #1, as that young man embarked on an uninterrupted string of adventures that would make him one of the most famous super heroes in the world.

Now, at long last, we reveal what happened between those two landmark issues — how that frightened young boy took his first steps into a world of the fantastic and the bizarre, found his rightful place in it and became the hero we know so well...

STAN LEE Proudly Presents

AMAZING FANTASY #16

"AN AMAZING WORLD"

KURT BUSIEK
Writer

PAUL LEE
Painter

RICHARD STARKINGS AND COMICRAFT
Publication Design & Lettering

SARRA MOSSOFF
Editor

BOB BUDIANSKY
Editor in Chief

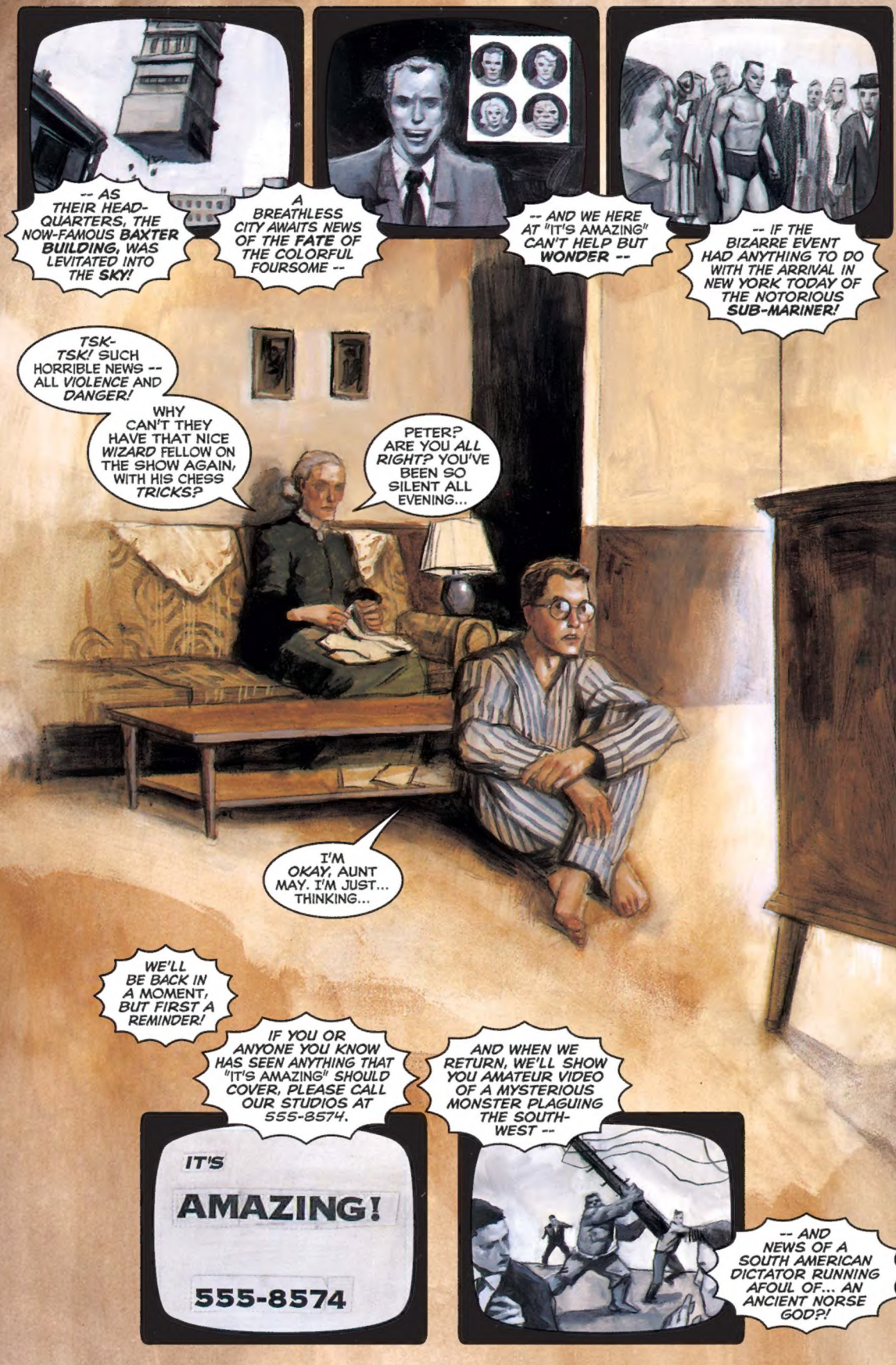
LINDA GILMORE
Manufacturing Coordinator

STEVE ALEXANDROV
Separations Manager

PATCHOGUE, LONG ISLAND.
MAILBOX RUN!
CHOOM
CHOOM
CHOOM
CHOOM
CHOOM
COOOL!

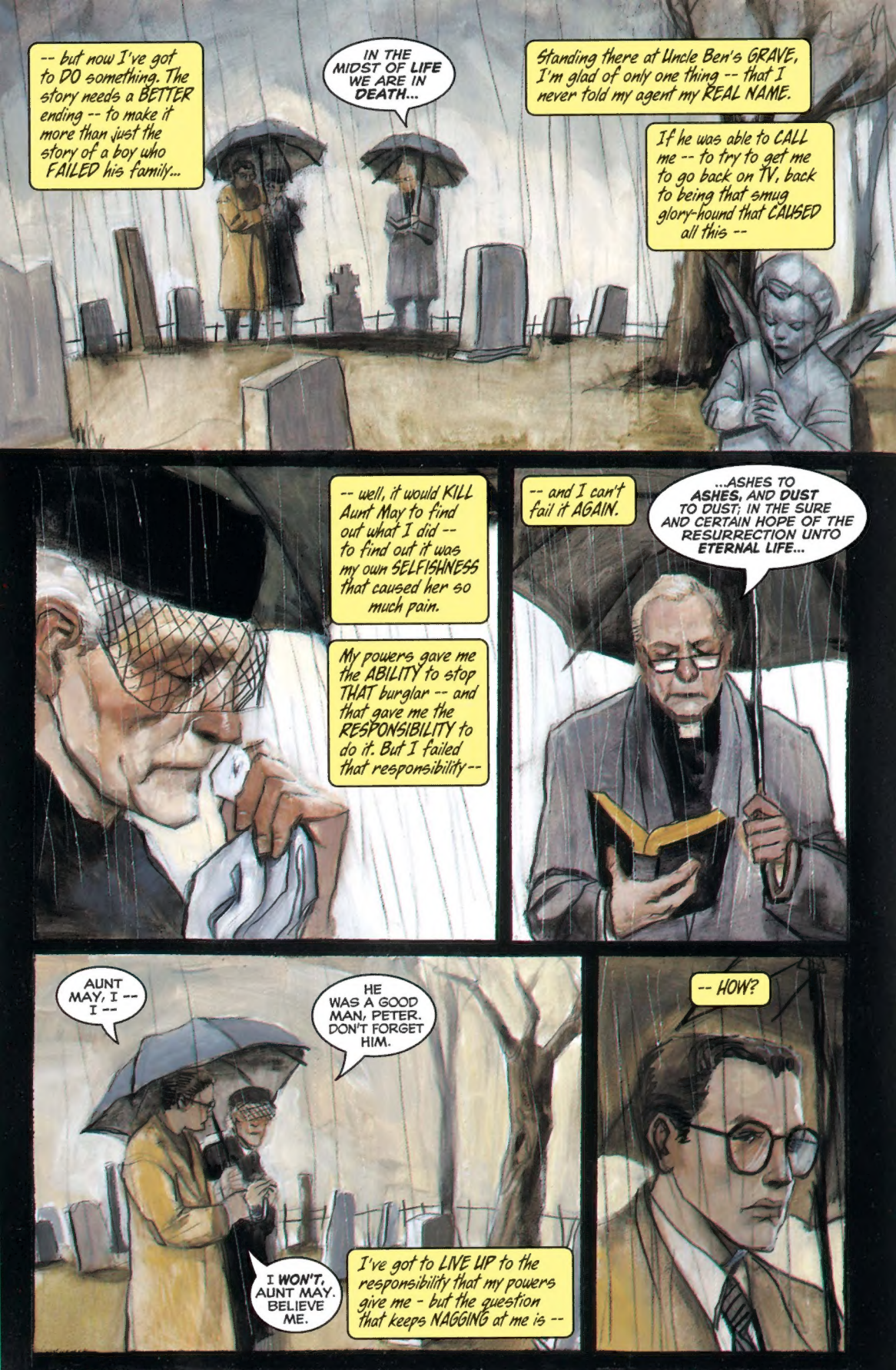
MANHATTAN.
COME ON, JACKSON! GIMME A FEW MORE DAYS -- A WEEK!
THIS IS MAXIE SHIFFMAN TALKING! HAVE I EVER NOT COME THROUGH ON MY BILLS?
YEAH, WELL, FORGET THAT. YOU GOT YOUR MONEY EVENTUALLY, RIGHT?
LISTEN, I'M ONTO SOMETHING BIG HERE. YOU SAW THAT SPIDER-MAN GUY ON TV THE OTHER NIGHT? MY CLIENT, BOY, MY CLIENT.
AN' HE'S GOIN' PLACES! SO JUST GIVE ME A LITTLE TIME, AN' --
YEAH, SAME TO YOU, BUDDY.
GRACE! IS THERE ANY WORD? HAS HE CALLED YET?
NO, Mr. SHIFFMAN, HE HASN'T -- BUT YOUR BOOKIE IS ON LINE TWO, A HE SAID SOMETHING ABOUT BROKEN THUMBS?
TELL HIM I'M OUT AT A TAPING, DOLL.
YES, Mr. SHIFFMAN. MAY I GO HOME AFTER THAT, Mr. SHIFFMAN?
SURE, SURE, WHATEVER --
NO, WAIT. CALL THE DAILY BUGLE -- I'M PLACING A CLASSIFIED AD.
TAKATAKATAKA

FOREST HILLS, QUEENS.
FIRE IN THE SKY! A HUMAN BEING MADE OF FLAME! IT'S A SIGHT NEW YORKERS HAVE BEEN GETTING USED TO --
-- SINCE THE FANTASTIC FOUR BURST ON THE SCENE ONLY A FEW SHORT MONTHS AGO!
THE AMAZING QUARTET WAS IN THE NEWS AGAIN TODAY --
A week ago -- even a couple of DAYS ago -- I'd have been glued to the television. The Human Torch! The real-live HUMAN TORCH!
But that was BEFORE. And today -- it just doesn't seem to MATTER.


-- AS THEIR HEAD-QUARTERS, THE NOW-FAMOUS BAXTER BUILDING, WAS LEVITATED INTO THE SKY!
A BREATHLESS CITY AWAITS NEWS OF THE FATE OF THE COLORFUL FOURSOME --
-- AND WE HERE AT "IT'S AMAZING" CAN'T HELP BUT WONDER --
-- IF THE BIZARRE EVENT HAD ANYTHING TO DO WITH THE ARRIVAL IN NEW YORK TODAY OF THE NOTORIOUS SUB-MARINER!
TSK-TSK! SUCH HORRIBLE NEWS -- ALL VIOLENCE AND DANGER!
WHY CAN'T THEY HAVE THAT NICE WIZARD FELLOW ON THE SHOW AGAIN, WITH HIS CHESS TRICKS?
PETER? ARE YOU ALL RIGHT? YOU'VE BEEN SO SILENT ALL EVENING...
I'M OKAY, AUNT MAY. I'M JUST... THINKING...
WE'LL BE BACK IN A MOMENT, BUT FIRST A REMINDER!
IF YOU OR ANYONE YOU KNOW HAS SEEN ANYTHING THAT "IT'S AMAZING" SHOULD COVER, PLEASE CALL OUR STUDIOS AT 555-8574.
IT'S
AMAZING!
555-8574
AND WHEN WE RETURN, WE'LL SHOW YOU AMATEUR VIDEO OF A MYSTERIOUS MONSTER PLAGUING THE SOUTH-WEST --
-- AND NEWS OF A SOUTH AMERICAN DICTATOR RUNNING AFOUL OF... AN ANCIENT NORSE GOD?!

It really IS amazing, the kind of things that are happening in the world today. What happened to me is NOTHING by comparison --
-- but it was ENOUGH -- enough to shatter a FAMILY --
It all started at that science exhibit -- when I was bitten by a RADIOACTIVE SPIDER --
-- and somehow gained the ABILITIES of the spider -- magnified proportionally!
I proved my powers to MYSELF -- and others -- in the ring with a TWO-BIT WRESTLER --
PUT ME DOWN! YOU WIN! YOU WIN!
-- and before I knew it, I had a COSTUMED IDENTITY, an AGENT, and a blossoming TV CAREER!
I was on my way to the BIG TIME -- or so I thought.

But the night after my first show, a BURGLAR rushed by me --
STOP HIM! IF HE MAKES IT TO THE ELEVATOR, HE'LL GET AWAY!
-- but it wasn't MY problem, and I didn't get INVOLVED.
How was I to know that only a little while later, that same burglar would KILL the man who'd been a FATHER to me since my parents died.
BAD NEWS, SON. YOUR UNCLE HAS BEEN SHOT -- MURDERED!
UNCLE BEN -- DEAD?! NO! NO, IT CAN'T BE!
I caught the burglar that night, as Spider-Man -- but it was MY FAULT he was on the loose -- MY FAULT he was free to kill Uncle Ben.
That was only a couple of DAYS ago -- but I wonder if the GUILT and SHAME will ever go away -- if I'll ever be able to LIVE with myself.
-- AND REMEMBER, THE "IT'S AMAZING" HOTLINE IS ALWAYS OPEN --
Not much of a story, by THEIR standards -- not in the same league with the FANTASTIC FOUR --


-- but now I've got to DO something. The story needs a BETTER ending -- to make it more than just the story of a boy who FAILED his family...
IN THE MIDST OF LIFE WE ARE IN DEATH...
Standing there at Uncle Ben's GRAVE, I'm glad of only one thing -- that I never told my agent my REAL NAME.
If he was able to CALL me -- to try to get me to go back on TV, back to being that smug glory-hound that CAUSED all this --
-- well, it would KILL Aunt May to find out what I did -- to find out it was my own SELFISHNESS that caused her so much pain.
My powers gave me the ABILITY to stop THAT burglar -- and that gave me the RESPONSIBILITY to do it. But I failed that responsibility--
-- and I can't fail it AGAIN.
...ASHES TO ASHES, AND DUST TO DUST; IN THE SURE AND CERTAIN HOPE OF THE RESURRECTION UNTO ETERNAL LIFE...
AUNT MAY, I -- I --
HE WAS A GOOD MAN, PETER. DON'T FORGET HIM.
I WON'T, AUNT MAY. BELIEVE ME.
I've got to LIVE UP to the responsibility that my powers give me - but the question that keeps NAGGING at me is --
-- HOW?

At SCHOOL the next day, I'm still trying to find an ANSWER to that question.
What can I DO? Wait for burglars to run by so I can STOP them this time? I'm a DETECTIVE --
-- no James Bond MOVIE HERO who fixes everyone's lives and rides off into the sunset!
I'm just a kid who can stick to WALLS, that's all!
I wish there was someone I could TALK to about it, but I can't confide in AUNT MAY, and...
PETER! PETER PARKER!
Huh? Oh, HI, LIZ.
I HEARD ABOUT YOUR UNCLE, AND I JUST WANT D'TO LET YOU KNOW HOW SORRY I AM. IS YOUR AUNT OKAY?
SHE'S AS WELL AS CAN BE EXPECTED, LIZ. THANKS FOR ASKING -- IT'S VERY KIND OF--
LIZ!
C'MON, LIZ -- WE'RE LATE FOR THAT, ah, SOCIAL STUDIES THING!
Oh, RIGHT, SALLY -- SORRY, PETER, I'VE GOT TO GO...
THAT'S OKAY, LIZ.
-- YOU'LL CATCH GEEK SYNDROME TALKIN' TO PARKER, LIZ! I MEAN SURE, IT'S TOO BAD THE OLD GUY GOT CROAKED --
-- BUT THIS IS "PUNY PARKER" REMEMBER? THE POSTER CHILD FOR NERDS UNLIMITED?
...and there's NO ONE ELSE.

ONE SIDE, PARKER!
WATCH WHERE I'M GOING, WILL YA?
Least of all FLASH THOMPSON. Ever since THAT guy came into my life...
YOU GOTTA SEE THIS, GUYS! IT WAS IN TODAY'S BUGLE!
ATTENTION SPIDER-MAN! Please contact M. Shiffman A-1 Talent Agency KL5-7826 Big Money! Call Now! ATTENTION SPIDER-MAN!
SEE? IN THE CLASSIFIEDS!
THIS IS THE GUY FROM TV -- WHO HUNG UPSIDE DOWN FROM THE CEILING AND ALL? HE WAS REALLY COOL --
-- AND NOW IT LOOKS LIKE HE'S MISSING, AND THAT'S EVEN COOLER! I WONDER WHERE A GUY LIKE THAT WOULD BE?
Right BEHIND you, Flash -- picking up his books after you SCATTERED them.
The ad's got to be from MAXIE -- but I'm not going to respond. I've done ENOUGH damage as Spider-Man. That's OVER for me.
Still...

...I can't help but WONDER...
H-Huh--?!
...what kind of RESPONSE he'll get.
WHAT THE HECK IS THIS?!
I'M SPIDER-MAN.
NO, I'M SPIDER-MAN.
AW, THE BOTH OF YOU SHUT UP! I'M SPIDER-MAN!
TV
"IT'S AMAZING"
BE SPIDER-MAN
AS GOOD AS THE ORIGINAL
WHATEVER
BIG BREAK
JUST A CHANCE
WHATEVER YOU WANT
HOLD IT!
YOU WANT THE SPIDER-MAN GIG? FINE!
CLIMB UP THAT WALL AND CLING TO THE CEILING!
OKAY, GET OUT -- AN' QUIT WASTIN' MY TIME! I'M A BUSY MAN!

Oh, MAN, WHAT AM I GONNA DO?
IF I DON'T FIND SPIDER-MAN SOON --!
As I head home, I wonder whether I should become a COP, or go into GOVERNMENT SERVICE somehow --
-- let someone ELSE tell me how to use my powers.
But they might just lock me up in a lab and try to figure out HOW I got my powers -- and I want to DO something, not just sit around.
That CAR at the curb right outside the house --
-- but we don't KNOW anyone with a car like that.
Inside, one look at Aunt May's face and I can TELL -- it's MORE bad news.
AUNT MAY -- WHAT'S WRONG?
IT'S LIKE THIS, KID. YOUR UNCLE -- HE ORDERED SOME FURNITURE, A PRETTY CLASSY BEDROOM SET, A FEW MONTHS AGO.
HE MEANT IT AS A SURPRISE FOR YOUR AUNT HERE, FOR A BIRTHDAY OR ANNIVERSARY OR SOMETHING -- BUT, WELL --
BUT HE DIED. IT'S ALL RIGHT, Mr. VALE, YOU CAN SAY IT. IT'S TRUE, ISN'T IT?
HE DIED, AND NOW HIS PRESENT'S READY FOR DELIVERY, AND THE FURNITURE COMPANY WANTS THE REST OF THE MONEY.
AND WE DON'T HAVE IT.

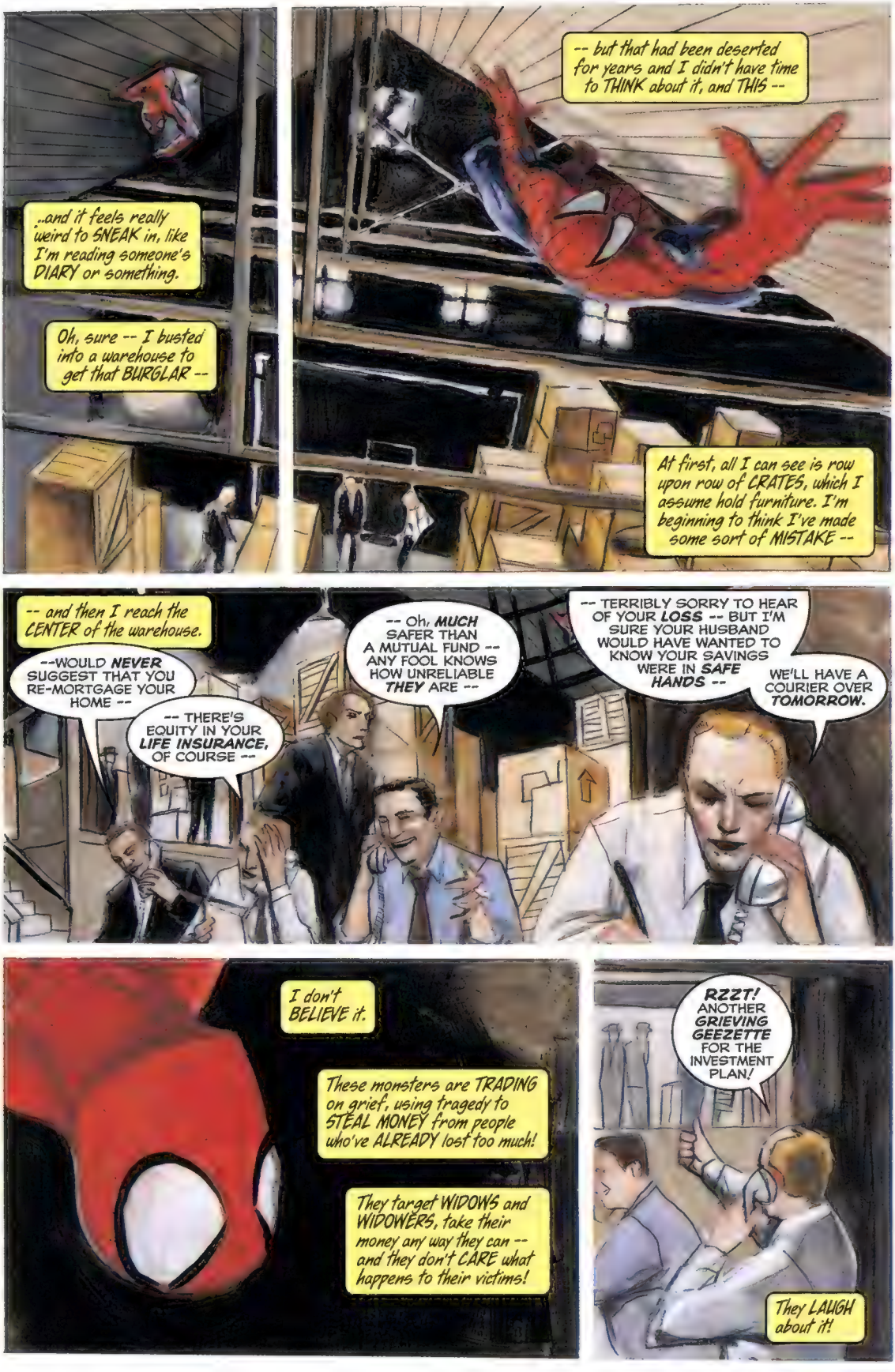
Uh, LOOK, Mrs. PARKER -- KID -- I'M NOT SUPPOSED TO DO THIS, BUT I COULD CANCEL THE ORDER -- JUST TEAR IT UP RIGHT HERE AND NOW.
WE COULDN'T RETURN THE DEPOSIT, OF COURSE, AND YOU WOULDN'T GET HIS LAST PRESENT TO YOU, BUT --
NO, Mr. VALE -- I JUST COULDN'T DO THAT. MY BENJAMIN MEANT TO PLEASE ME, AND THAT'S THAT. WE'LL FIND A WAY TO PAY FOR THE FURNITURE.
THAT'S RIGHT -- WE'LL COME UP WITH THE MONEY SOMEHOW.
WELL, IF THAT'S THE WAY YOU WANT IT -- I DIDN'T MEAN TO INTRUDE ON YOUR GRIEF AND I DON'T WANT TO PRESSURE YOU AT A TIME LIKE THIS --
-- SO, LOOK, I'LL CALL AGAIN IN A WEEK OR SO, OKAY?
THANKS, Mr. VALE.
As soon as he leaves, Aunt May's shoulders slump, and it's like she just aged TEN YEARS --
I DIDN'T KNOW WHAT ELSE TO SAY, PETER. I JUST COULDN'T THROW AWAY BEN'S FINAL GIFT TO ME -- BUT THE FUNERAL EXPENSES WERE SO HIGH!
I EVEN HAD TO USE THAT MONEY YOU'D SAVED UP FROM YOUR PAPER ROUTE YEARS AGO --
-- AND I NEVER DREAMED YOU'D SAVED THAT MUCH, PETER. IT WAS A GODSEND -- BUT --
IT'LL BE OKAY, AUNT MAY --
I blew my paper-route money on model rocketry supplies and Edmund Scientific kits YEARS ago --
-- that's the TV money I made from being SPIDER-MAN. Now IT'S gone, too --
-- IT'LL BE OKAY.

--but hey, at least I made enough money to bury my UNCLE, right?
Gotta look on the BRIGHT SIDE, right?
BLAST IT!
I WISH I'D NEVER GONE NEAR THAT SCIENCE EXHIBIT/ I WISH I'D NEVER THOUGHT OF THIS STUPID COSTUME/ IT COST ME THE KINDEST, GENTLEST --
UNCLE BEN -- he always knew what to SAY, always had some piece of advice for me that made my problems work out. Right now --
-- I sure could USE that.
I can PICTURE Uncle Ben in my mind, but I can't HEAR him. It's like --
-- like he's DONE his job. He did his best to teach me how to be a MAN. And now, ready or not -- I have to do my job.
I'm the MAN of the house.
I have to handle the PROBLEMS.
IDER-MAN PLAYS O PACKED HOUSE!
I could become SPIDER-MAN again, make money THAT way --
-- but I don't WANT to. Putting on that mask would only REMIND me of my irresponsibility.
I sit and I think about money and furniture and GUILT and school and television and funerals until I just can't THINK anymore --
-- and then --

I had to GET OUT.
Out of Peter Parker's PROBLEMS, out of his ROOM, out of his SKIN.
I feel the WIND rush by me and my MUSCLES flex and work and I let my mind go BLANK and I don't THINK for awhile.
I just let myself go into SPEED and MOTION and PHYSICAL EFFORT --
-- and for a few minutes, I let myself FORGET that it was my being Spider-Man that got Uncle Ben KILLED --
-- forget that I should feel GUILTY in this costume --
-- and, surprisingly, it's RELAXING.
It's PEACEFUL.
It's --

-- Lord help me, it's FUN.
I come back to myself somewhere near FLATBUSH AVENUE in Brooklyn. I know I have to tackle my PROBLEMS --
-- but I feel like I'll be able to HANDLE them better, after this.
I wonder for a moment or two why I snapped out of my daze right HERE -- whether I spotted someone from SCHOOL --
-- or just HEARD something that caught my --
HOLD IT!
DOWN THERE --
-- THAT MAN --!
And then, the BOTTOM drops out of my world.
Uh, LOOK, Mr. GOLDMAN -- THEY JUST HATE IT WHEN I DO THIS, BUT I COULD CANCEL YOUR SADIE'S ORDER -- TEAR IT UP RIGHT HERE AND NOW.

WE COULDN'T RETURN THE DEPOSIT, OF COURSE, AND YOU WOULDN'T GET YOUR WIFE'S LAST GIFT TO YOU, BUT --
WHAT ARE YOU SAYING?!
I'M NOT GOING TO TELL YOU TO TEAR UP THAT PAPER -- TEAR UP SADIE'S SURPRISE PRESENT!
YOU GO RIGHT AHEAD AND BRING THE DEN FURNITURE -- I'LL PAY THAT BALANCE, AND THINK OF SADIE EVERY TIME I SIT IN THAT ARMCHAIR.
Oh, MY SADIE --!
WELL, THAT'S WHAT WE'LL DO, THEN. I'M SORRY TO INTRUDE ON YOUR GRIEF, Mr. GOLDMAN. I HAD NO IDEA.
I'LL CALL AND MAKE ARRANGEMENTS IN A FEW DAYS, OKAY?
BE WELL.
YOU TOO, Mr. GOLDMAN
It's the same guy who'd been at OUR house -- saying almost exactly the SAME THINGS!
Something is VERY screwy -- and there's no way I'm going to let "Mr. Vale" get away without finding out exactly WHAT'S going on.
I follow him into MANHATTAN, to a warehouse on the Lower East Side.
I can't very well follow him through the FRONT DOOR...


..and it feels really weird to SNEAK in, like I'm reading someone's DIARY or something.
Oh, sure -- I busted into a warehouse to get that BURGLAR --
-- but that had been deserted for years and I didn't have time to THINK about it, and THIS --
At first, all I can see is row upon row of CRATES, which I assume hold furniture. I'm beginning to think I've made some sort of MISTAKE --
-- and then I reach the CENTER of the warehouse.
--WOULD NEVER SUGGEST THAT YOU RE-MORTGAGE YOUR HOME --
-- THERE'S EQUITY IN YOUR LIFE INSURANCE, OF COURSE --
-- Oh, MUCH SAFER THAN A MUTUAL FUND -- ANY FOOL KNOWS HOW UNRELIABLE THEY ARE --
-- TERRIBLY SORRY TO HEAR OF YOUR LOSS -- BUT I'M SURE YOUR HUSBAND WOULD HAVE WANTED TO KNOW YOUR SAVINGS WERE IN SAFE HANDS --
WE'LL HAVE A COURIER OVER TOMORROW.
I don't BELIEVE it.
These monsters are TRADING on grief, using tragedy to STEAL MONEY from people who've ALREADY lost too much!
They target WIDOWS and WIDOWERS, take their money any way they can -- and they don't CARE what happens to their victims!
RZZT! ANOTHER GRIEVING GEEZETTE FOR THE INVESTMENT PLAN!
They LAUGH about it!

They'd put Aunt May in the POORHOUSE, and leave her with some junky bed-room set that isn't worth a TENTH of what they charge --
-- just because they think she's DEFENSELESS enough to be taken!
The guy in the center cubicle looks like the BOSS of the operation...
NOT TO WORRY, MY FRIENDS. THE UNDERTAKER ALWAYS DEALS IN STRICTEST CONFIDENCE.
YOUR PROBLEMS WITH DISPOSAL OF THE BODIES OF YOUR... ASSOCIATES... WILL BE TAKEN CARE OF SWIFTLY AND DISCREETLY.
RRING
NOW IF YOU'LL EXCUSE ME, Mr. CHURCH WILL TAKE THE PARTICULARS.
YES?
Ah, GOOD TO HEAR FROM YOU. OF COURSE -- WE OFFER COMPLETE SERVICE FROM DEATH TO DISPOSAL. YOU SELECT THE DEAR ONE --
-- WE'LL SEE THAT HE BECOMES DEPARTED. PARDON THE WITTICISM.
THERE IS THE SMALL MATTER OF OUR FEE FOR SERVICES...
Ah, YES. THAT WILL BE QUITE ACCEPTABLE.

I can't LISTEN to him anymore.
Er, PARDON ME. I'LL HAVE TO GO...
SOMEONE JUST...DROPPED IN. WE'LL BE IN TOUCH OVER ARRANGEMENTS.
I MUST CONFESS, I'M UNPREPARED FOR A VISIT FROM A TELEVISION PERSONALITY. "SPIDER-MAN" IS IT?
I DIDN'T CATCH YOUR PERFORMANCE, I'M AFRAID.
YEAH, WELL, I'VE CAUGHT YOURS!
MURDER FOR PROFIT... DISPOSING OF BODIES... PULLING CON GAMES ON BEREAVED WIDOWS...
YOU'RE A GHOUL, PROFITING OFF DEATH LIKE THAT!
PLEASE. EVERY SOCIETY REQUIRES UNTOUCHABLES WHO OFFER A NEEDED SERVICE. MY SPECIALTY IS IN THE AREA OF DEATH.
THERE HAVE BEEN PEOPLE LIKE ME SINCE THE DAWN OF CIVILIZATION...
DOESN'T MAKE IT RIGHT, PAL! YOUR "SERVICE" ISN'T NEEDED -- AND IT'S NOT GOING TO CONTINUE!
I'M CALLING THE POLICE!
I don't know what ELSE to do --
-- I just know I can't let this guy keep doing what HE'S doing, spreading DEATH and MISERY in order to line his POCKETS...

Ah-ah!
I MUST ADMIT, I'D HOPED A CELEBRITY LIKE YOURSELF WAS HERE TO AVAIL YOURSELF OF OUR SERVICES --
-- BUT SINCE YOU'RE NOT --
-- BOYS --
KLIK
KLIK
Uh --
GUNS --
-- they're pointing GUNS at me!
KLAK
KLTCH
-- KILL HIM!
BLAM BLAM BLAM
BLAM BLAM
GAAAH!
And that's when my HEAD explodes.

All I can think is, "They're SHOOTING at me! They're SHOOTING AT ME!" --
-- and there's this BUZZING in my head making it WORSE, like a MILLION BEES --
BLAM BLAM BLAM
-- and I've gotta get OUT, gotta GET AWAY --
-- and then my head stops JANGLING so bad --
Oh GOD, I'M GONNA DIE I'M GONNA DIE --
-- but there's still this LOW LEVEL BUZZ, like an alarm clock in the next room --
FAN OUT! SEARCH THE WAREHOUSE, SMOKE HIM OUT -- AND BRING ME THE CORPSE!
YESSIR.
RIGHT AWAY, SIR.
I'm still SHAKING, but I realize that I've done about the SMARTEST thing I could. Forcing them to SPLIT UP --
-- well, maybe I COULD handle them one at a time.
PSST! HEY, Mr. KILLER PERSON --
Huh?

-- LET'S TRY TO KEEP THIS QUIET, OKAY?
HEY-- THERE HE IS!
BRAK
So much for brilliant PLANS.
NO!
YOU'RE NOT GONNA KILL ME!
BLAM BLAM
KRAK
I notice the buzzing INCREASES as they fire --
WUMP
-- and more, it's like my body knows which way to DODGE -- like I have eyes in the back of my HEAD or something.
Is this one of my POWERS? Some sort of "SPIDER-SENSE"?
WHOA.
I JUST BEAT TWO GUYS WITH GUNS WHO WERE SHOOTING AT ME.
WELL, now --
-- that makes it a whole new BALL GAME!
HEY, GUYS --
-- WANNA PLAY TWISTER?!
WHA --?!

GET HIM!
OOF!
NOPE, NOPE, GOT IT ALL WRONG --
-- IT'S RIGHT HAND BLUE --
UH!
-- LEFT FOOT GREEN!
I'm just saying WHATEVER pops into my head --
-- but it's like something's BROKEN FREE inside me -- something's been let out that's been caged inside for YEARS.
HE'S CRAZY!
AW, YOU'RE JUST SAYING THAT 'CAUSE I'M DRESSED IN LONG UNDERWEAR --
-- AND I'M KICKING YOUR BUTTS!
Let 'em come -- my SPIDER-SENSE will protect me! My SPIDER-SENSE will --
KRAT
UHHH!
Oh, SURE.
GET HIM!
HOLD HIM DOWN!
I GOT HIS LEG!
YOU IDIOT -- THAT'S ME!
So maybe I've got to WORK at it. I force myself to RELAX -- let them pile themselves ON --

-- and then --
HAH! PROPORTIONAL STRENGTH OF A SPIDER -- I LOVE YOU!
UFF!
HUHH!
AKH!
WHAT'S THIS? Mr. GRAVEYARD SAM -- LEAVING OUR LITTLE PARTY EARLY?
If I can use my web to SWING on, then I can use it like a LARIAT, too --
THWIP
-- and snag MOVING TARGETS, not just buildings!
OH, NO -- I INSIST YOU STAY!
Within MINUTES, I've got them all webbed up, my heart is pounding, I'm flushed with excitement and I feel GREAT!
I call the COPS --
MY NAME? uh, SURE -- THIS IS, er, SPIDER-MAN.
YES, THE TV GUY!
LOOK, IF YOU DON'T BELIEVE ME, CHECK AROUND -- SEE WHO CAPTURED THAT BURGLAR IN QUEENS A FEW NIGHTS BACK --!

I figure that with the crooks IN HAND and evidence ALL OVER the place, that'll be all the police NEED.
And it looks like I'm RIGHT, so there's no reason for me to stick around...
OFFICER! HEY, OFFICER!
I JUST HEARD IT ON THE POLICE BAND --
WHERE IS HE? WHERE'S SPIDER-MAN?
Huh?
THE GUY WHO CALLED THIS IN CLAIMED TO BE SPIDER-MAN, BUT I HAVEN'T SEEN ANY --
-- Uh --
Aw, NUTS!
SPIDEY! HEY, SPIDEY, C'MON BACK HERE!
IT'S ME, YOUR AGENT!
I DON'T THINK HE CAN HEAR YOU, SIR.
BUT I GOTTA -- I GOTTA -- aw, WHAT'S THE USE?!

On the way home, I'm SMILING so wide it's a wonder my mask doesn't split
I did OKAY back there
It was scary for PART of it, and I made some MISTAKES, but I lived up to my responsibility as MAN OF THE HOUSE --
-- and best of all, I stopped a lot of crimes BEFORE they had a chance to happen.
Sure beats letting burglars GET AWAY.
HM? DOWN THERE --
-- LOOKS LIKE A GROUP OF LOCAL STREET SURGEONS IS TRYING TO PERFORM A WALLETECTOMY ON THAT NICE YOUNG COUPLE!
WELL, YOU KNOW WHAT?

I DON'T THINK SO!
FORK OVER, BUDDY, OR --
KRAK
WAK
KLONK
Uh-- Uh--
NO NEED TO THANK ME, GOOD PEOPLE -- IT'S ALL PART OF THE SPIDEY SERVICE!
YOU TWO HAVE A NICE EVENING, HEAR?
THAT WAS --
-- WAS THAT THAT TV GUY?!
As I swing off, I wonder if THIS is how I can do right by Uncle Ben's memory --how I can use my power RESPONSIBLY.
One thing I'll say for it --

-- it sure FEELS right.
-- POLICE ANNOUNCED THE CAPTURE TODAY OF A CRIMINAL ORGANIZATION RUN BY CONRAD "THE UNDERTAKER" EISENSTADT --
-- WHO IS BEING CHARGED WITH MULTIPLE COUNTS OF MURDER, CONSPIRACY AND FRAUD.
EISENSTADT ALLEGEDLY RAN A NUMBER OF CONFIDENCE OPERATIONS, IN ADDITION TO SELLING MURDER-FOR-HIRE --
-- INCLUDING ONE SCAM, SELLING FURNITURE TO RECENT WIDOWS AND WIDOWERS --
-- THAT SPOKESMEN FROM THE FRAUD SQUAD SAY THEY'VE BEEN TRYING TO SHUT DOWN FOR MONTHS.
ODDLY, SEVERAL OF THE MEN ARRESTED TODAY CLAIM THAT THEY WERE CAPTURED BY SPIDER-MAN, THE TELEVISION NOVELTY ACT --
-- BUT POLICE REFUSE TO COMMENT. WE'LL BE BACK WITH MORE NEWS AFTER THIS.
THIS WEEK ON "IT'S AMAZING!" IS THERE AN ANT-SIZED HERO PROTECTING OUR FAIR CITY?
AND SHOCKING FOOTAGE EXPOSING THE MUTANT MENACE!
HOW COULD YOU?
KLIK
HOW COULD YOU TARNISH BEN'S MEMORY LIKE THAT -- ?
Oh, MAY, MAY, YOU SILLY, STUPID OLD WOMAN -- !

AUNT MAY?
I should have REALIZED -- even though the crooks have been CAUGHT, she stills feels MANIPULATED --
-- and she's BLAMING HERSELF for falling for their lies.
Oh, PETER -- I DIDN'T KNOW YOU WERE THERE!
If she lets it FESTER -- lets it spoil her memories --
I, ah, JUST FINISHED STUDYING -- AND I WAS THINKING SOME MILK AND COOKIES WOULD GO DOWN REAL GOOD ABOUT NOW...
WHAT A GOOD IDEA! I WON'T BE A MOMENT --
And...
HERE YOU GO -- FRESH BAKED THIS MORNING!
THESE ARE GREAT! YOU KNOW, AUNT MAY, I WAS WONDERING. I DON'T KNOW IF YOU'D WANT TO TALK ABOUT IT --
-- BUT I'D REALLY LIKE TO KNOW MORE ABOUT UNCLE BEN -- ABOUT WHAT HE WAS LIKE BEFORE I WAS OLD ENOUGH TO REMEMBER...
Oh, OF COURSE, PETER! THERE'S SO MUCH YOU DON'T KNOW...

WHY, I RECALL ONE OF THE FIRST TIMES I SAW HIM, ON THE BOARDWALK IN ATLANTIC CITY, WITH THE SUN SHINING OFF HIS HAIR...
...ALL MY FRIENDS THOUGHT HE WAS THE BEE'S KNEES, BUT IT WAS ME THAT CAUGHT HIS EYE...
And maybe it's an AMAZING WORLD, full of monsters and Human Torches and all KINDS of bizarre stuff...
...but right here and right now, in this little CORNER of it...
...everything's OKAY.

© 2019 MARVEL. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental.

Amazing Fantasy #15, the final issue of a short-lived anthology series, introduced the world to a new and unique super hero: the amazing Spider-Man!

Months later, by popular demand, **Amazing Spider-Man #1**, the first issue of the wall-crawling wonder's own ongoing series, hit the stands, beginning a long and successful career for the young web-slinger.

Here now, for the first time, you will learn what happened in between those two landmark issues...and experience the seminal events that shaped a guilt-ridden young man into a true hero.